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CATALINA YACHTS, INC.
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8 **UNITED STATES DISTRICT COURT**
9 **CENTRAL DISTRICT OF CALIFORNIA, WESTERN DIVISION**

10
11 CATALINA YACHTS, INC., a
California corporation,
12
Plaintiff,

13 v.

14 SHARON DAY, an individual;
15 GERARD DOUGLAS, an individual;
and DOES 1 through 10, inclusive,
16
Defendant.
17

Case No. 2:25-cv-04090-SVW-RAO
Assigned to The Hon. Stephen V.
Wilson

**DECLARATION OF RUSSELL L.
BERNEY IN SUPPORT OF
PLAINTIFF'S OPPOSITION TO
AMENDED MOTION TO
TRANSFER VENUE PURSUANT
TO 28 U.S.C. § 1404(a)**

*[Filed concurrently with Opposition to
Amended Motion to Transfer Venue,
and Declaration of Michael C. Lieb]*

Date: July 14, 2025
Time: 1:30 p.m.

Action Filed: May 7, 2025
Trial Date: None Set

DECLARATION OF RUSSELL L. BERNEY

I, Russell L. Berney, declare as follows:

1. I am an attorney licensed to practice law in the State of California. My office and residence are in Los Angeles, California. I have personal knowledge of the facts set forth herein. If called as a witness, I could and would competently testify to the matters stated herein. I incorporate and utilize the terms defined in the Opposition Memorandum in this declaration. I make this declaration in support of Plaintiff's Opposition to Amended Motion to Transfer Venue Pursuant to 28 U.S.C. § 1404(a).

2. I am Trustee of the: (i) Deborah Reese Irrevocable Trust dated September 7, 2000; (ii) Mary Linn Irrevocable Trust dated September 7, 2000; (iii) Nancy Bear Irrevocable Trust dated September 7, 2000; and (iv) David Butler Irrevocable Trust dated September 7, 2000. In my capacity as Trustee, I, along with Jean C. Butler, in her capacity as Trustee of the Butler Family Trust, dated January 30, 1979, are all of the shareholders of plaintiff Catalina Yachts, Inc. ("Catalina"). Each of these family trusts were created by Jean Butler and her late husband Frank Butler.

3. Jean and Frank Butler signed the Bonus Agreements on behalf of Catalina. Jean Butler is 95 years old. She lives in Los Angeles County, California.

4. Catalina is a California corporation, with its principal place of business in Los Angeles County, California.

5. Catalina's books, records and accounting information are located in Los Angeles County, California, and Catalina's outside accountants for the past several decades are also located in Los Angeles County. Further, in the Transaction that Day and Douglas claim triggered their bonus payment rights, Catalina was represented by Ervin Cohen & Jessup, LLP, located in Beverly Hills, California.

6. Currently, Catalina maintains offices and personnel only in Los Angeles County, California, and has no offices or personnel in Florida. Catalina's

1 only presence in the State of Florida consists of real property that it leases to third
2 parties (who are not parties to this lawsuit or to my knowledge have any agreement
3 with the Defendants), and on which it does not otherwise conduct any operations.

4 7. Day and Douglas were long-time employees of Catalina, each working
5 several decades for the company. Day retired in or around October 2024; Douglas'
6 employment terminated in or around January 2021.

7 8. In November 2002, Day and Douglas each executed the Bonus
8 Compensation Agreements attached to the Complaint in this matter as exhibits 1 and
9 2. At the time, they were employed by Catalina in California. The Bonus
10 Agreements included a requirement that Day and Douglas remain employed by
11 Catalina for at least 7½ years. They satisfied that requirement by working for
12 Catalina at Catalina's office located in Los Angeles, California.

13 9. In April 2025, Catalina sold some of its assets located in Florida. These
14 assets did not make up all or substantially all of Catalina's assets.

15 10. It may be that this dispute can be resolved solely by reviewing the text
16 of the Bonus Agreements. However, to the extent that any witness testimony may be
17 required to interpret the Bonus Agreements, as noted above, Jean Butler resides in
18 Los Angeles County, California. I am generally familiar with her physical condition,
19 and at 95 years old, it would not be possible for her to participate in a trial in
20 Florida. In addition, Martha Selby, Frank Butler's former assistant, also resides in
21 California. Catalina currently has two Officers and Directors: Keith Lichtman
22 (Treasurer/CFO) and Marc Reese (President and Secretary), who both reside and
23 work in Los Angeles County, California.

24 11. Ms. Day identifies the following individuals as potential witnesses and
25 she claims they are all located in Florida "or outside of California:" Patrick Turner,
26 President; Jon Ames, Engineer; Brenda Stafford, Administrator; and Mike Quinn,
27 Plant Supervisor. Other than Patrick Turner, a former Officer and Director of
28 Catalina, these all appear to be former operations people involved with assembling

1 boats, and none of them played any role in the negotiation or execution of either the
2 Bonus Agreements or the documents comprising the Transaction documents. I am
3 unaware of any information they might have that could possibly be of relevance to
4 this dispute, and Ms. Day does not identify any.

5 12. The buyer in the Transaction was Michael Reardon, who's address is in
6 Edenton, North Carolina. He was represented in the transaction by Woods Rogers
7 Vandeventer Black PLC, located in Norfolk, Virginia.

8 13. Attached hereto as **Exhibit A** is a true and correct copy of Catalina's
9 2022 Statement of Information, filed with the California Secretary of State on July
10 25, 2022. Ms. Day executed the 2022 Statement of Information in which she
11 identified herself as Catalina's Chief Executive Officer, with a business address in
12 Simi Valley, California.

13 I declare under penalty of perjury under the laws of the United States of
14 America that the foregoing is true and correct to the best of my knowledge.

15 Executed on this 23rd day of June, 2025, at Los Angeles, California.

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18 Russell L. Berney
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